

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

**Hearing: Schedule if Necessary (Negative Notice)**

**COVER SHEET TO FIFTH MONTHLY INTERIM APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL  
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
JUNE 1, 2006 THROUGH JUNE 30, 2006**

1 Pursuant to the Administrative Order entered March 17, 2003, absent timely objections, the Debtor is authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 19.00 hours and the corresponding fees are \$3,555.50 and \$192.62 in expenses for Orrick's fee applications and 17.00 hours and \$2,908.00 in fees and \$117.62 in expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's fifth interim fee application for the period June 1-30, 2006. Orrick has previously filed the following interim fee applications with the Court:

<u>Interim Period</u>	<u>Fees @ 100%</u>	<u>Fees @ 80%</u>	<u>Expenses @ 100%</u>	<u>Total Fees @ 100% &amp; Expenses</u>
First Interim Period February 6-28, 2006	\$89,026.00	\$71,220.80	\$0.00	\$71,220.80
Second Interim Period March 1-31, 2006	\$117,266.25	\$93,813.00	\$7,501.32	\$101,314.32
Third Interim Period April 1-30, 2006	\$125,362.50	\$100,290.00	\$1,783.43	\$102,073.43
Fourth Interim Period May 1-31, 2006	\$136,416.00	\$109,132.80	\$6,389.80	\$142,805.80

To date, Orrick has not received any payments from the Debtors.

**COMPENSATION SUMMARY**  
**JUNE 1-30, 2006**

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
William D. Berry	Partner, 7 years in position; 34 years relevant experience; 1972, Employee Benefits	\$620	1.20	\$744.00
Stephen G. Foresta	Partner, 8 years in position; 17 years relevant experience; 1988, Litigation	\$675	6.20	\$4,185.00
Roger Frankel	Partner, 23 years in position; 35 years relevant experience; 1971, Bankruptcy	\$725	57.60	\$40,273.75 <sup>2</sup>
Jonathan P. Guy	Partner, 6 years in position; 13 years relevant experience; 1993, Bankruptcy	\$605	1.50	\$907.50
Garret G. Rasmussen	Partner, 24 years in position; 32 years relevant experience; 1974, Litigation	\$645	22.50	\$14,512.50
Raymond G. Mullady, Jr.	Partner, 13 years in position; 23 years relevant experience; 1983, Litigation	\$660	31.50	\$20,790.00
Michael T. Stolper	Partner, 5 years in position; 13 years relevant experience; 1993, Insurance	\$585	1.00	\$585.00

<sup>2</sup> This amount reflects a reduction of \$1,486.25 for the 50% discount rate for non-working travel.

<b><u>Name of Professional Person</u></b>	<b><u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u></b>	<b><u>Hourly Billing Rate</u></b>	<b><u>Total Billed Hours</u></b>	<b><u>Total Fees</u></b>
Richard H. Wyron	Partner, 17 years in position; 27 years relevant experience; 1979, Bankruptcy	\$645	73.60	\$47,472.00
Mary A. Wallace	Of Counsel, 5 years in position; 17 years relevant experience; 1989, Corporate	\$500	2.10	\$1,050.00
Debra L. Felder	Associate, 4 years in position; 4 years relevant experience; 2002, Bankruptcy	\$405	77.00	\$31,185.00
Kimberly E. Neureiter	Associate, 4 years in position; 4 years relevant experience; 2002, Bankruptcy	\$375	42.10	\$15,787.50
Katherine Thomas	Associate, 3 years in position; 3 years relevant experience; 2003, Bankruptcy	\$325	13.30	\$4,322.50
Shannon Dawn Venegas	Associate, 2 years in position; 2 years relevant experience; 2004, Litigation	\$325	2.00	\$650.00
Rachael M. Barainca	Legal Assistant	\$140	50.10	\$7,014.00
Debra O. Fullem	Senior Legal Assistant	\$210	22.80	\$4,788.00
<b>Total</b>			<b>404.50</b>	<b>\$194,266.75</b>
<b>Blended Rate: \$453.81</b>				

**COMPENSATION BY PROJECT CATEGORY**  
**JUNE 1-30, 2006**

<b><u>Project Category</u></b>	<b><u>Total Hours</u></b>	<b><u>Total Fees</u></b>
Case Administration	16.50	\$2,737.00
Insurance	22.70	\$14,951.50
Litigation	246.40	\$131,973.50
Plan & Disclosure Statement	74.20	\$35,471.50
Retention of Professionals-Other	4.60	\$1,183.50
Compensation of Professionals-Other	17.00	\$2,908.00
Compensation of Professionals-Orrick	19.00	\$3,555.50
Travel Time (Non-Working)	4.10	\$1,486.25
<b>TOTAL</b>	<b>404.50</b>	<b>\$194,266.75</b>

**EXPENSE SUMMARY**  
**JUNE 1-30, 2006**

<b><u>Expense Category</u></b>	<b><u>Total</u></b>
Duplicating and Facsimile Charges	\$1,188.40
Parking Expenses	\$37.00
Postage/Express Delivery	\$327.41
Research/State Lien Searches/Corporate Information	\$1,976.59
Secretarial Overtime	\$343.85
Telephone	\$52.75
Travel - Air Fare	\$948.71
Travel - Taxi	\$17.90
Westlaw and Lexis Research	\$1,503.08
<b>TOTAL</b>	<b>\$6,395.69</b>

Orrick's Client Charges and Disbursements Policy effective January 1, 2006, is as follows:

a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.

b. ***Long Distance Telephone and Facsimile Charges*** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.50 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.

c. ***Messenger and Courier Service*** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

d. ***Overtime*** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. ***Computerized Research*** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: July 31, 2006

By: 

Roger Frankel, admitted *pro hac vice*

Richard H. Wyron, admitted *pro hac vice*

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Co-Counsel to David T. Austern, Future Claimants  
Representative